
 file
December 4, 1985

VIA PROFESSIONAL EXPRESS

Dana Abrahamson, Esq.
Premerger Notification Office
Bureau of Competition
Room 301
Federal Trade Commission
6th Street and Pennsylvania Avenue, N.W.
Washington, D.C. 20580

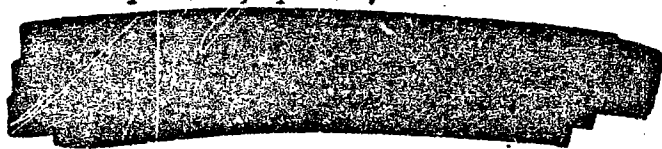
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Dear Mr. Abrahamson:


Pursuant to our telephone conversation of today's date, I am sending to you with this letter the "1984 P&L" of the Acquired Company referred to in my letter of December 2, 1985 (defined terms used herein shall have the same meaning as in my letter of December 2, 1984). Also enclosed is a copy of the income statement section of the Acquired Company's adjusted trial balance for the period ending 12/31/84, showing net sales of  which was reported in the consolidated adjusted trial balance of the Seller and Subsidiaries at 12/31/84.

Please call me as soon as your accountants and you have had the opportunity to review the above.

Thank you for your attention to this matter.

Very truly yours,


Enclosures


Talked to Dave Painter - he said our rules would dictate that the  figure would be "net sales" for 801.11 purposes